SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Addres	1 0	on [*]	2. Issuer Name and Ticker or Trading Symbol CBIZ, Inc. [CBZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 6050 OAK TREE BLVD. SUITE 500		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2014	Х	Officer (give title below) President and (Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street) CLEVELAND	ОН	44131		Line) X	Form filed by One Report Form filed by More than Person	0			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount (A) or (D) Price		Reported Transaction(s) (Instr. 3 and 4)			
Common Stock ⁽¹⁾	02/21/2014		М		34,500	A	\$8.23	447,386.47	D	
Common Stock ⁽¹⁾	02/21/2014		F		32,982	D	\$9.0001 ⁽²⁾	414,404.47	D	
Common Stock ⁽¹⁾	02/24/2014		М		67,989	A	\$8.23	482,393.47	D	
Common Stock ⁽¹⁾	02/24/2014		F		64,985	D	\$9.0755 ⁽²⁾	417,408.47	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(e.g., puis, cans, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		n of		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option ⁽¹⁾	\$8.23	02/21/2014		М			34,500	04/08/2009	04/08/2014	Common Stock	34,500	\$8.23	617,989	D	
Employee Stock Option ⁽¹⁾	\$8.23	02/24/2014		М			67,989	04/08/2009	04/08/2014	Common Stock	67,989	\$8.23	550,000	D	

Explanation of Responses:

1. Employee Stock Options granted 4-8-2008 at \$8.23 exercise price, expiring 4-8-2014. Cashless Hold: exercise of options and sale of shares sufficient to cover only exercise price, taxes and fees. 2. Average price.

Remarks:

Michael W. Gleespen,

Attorney-In-Fact for Jerome P. 02/25/2014

<u>Grisko</u>

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.